

| <b>SCC eFile</b>  | <b>2014 ANNUAL REPORT<br/>COMMONWEALTH OF VIRGINIA<br/>STATE CORPORATION COMMISSION</b> | <b>214557408</b>                          |  |                                     |   |             |        |            |
|---|---|---|--|-------------------------------------|---|-------------|--------|------------|
| <div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> <p>1.) CORPORATION NAME:<br/> <b>Xylem LSW Inc. (USED IN VA BY: Xylem Inc.)</b></p> <p>2.) VA REGISTERED AGENT NAME AND OFFICE ADDRESS:<br/> <b>CT CORPORATION SYSTEM<br/> 4701 COX ROAD, SUITE 285<br/> GLEN ALLEN, VA</b></p> <p>3.) CITY OR COUNTY OF VA REGISTERED OFFICE:<br/> <b>HENRICO COUNTY</b></p> <p>4.) STATE OR COUNTRY OF INCORPORATION:<br/> <b>IN</b></p> </div> <div style="width: 35%;"> <p>DUE DATE: <b>10/31/2014</b></p> <p>SCC ID NO: <b>F1877044</b></p> <p>5.) STOCK INFORMATION</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 50%;">CLASS</th> <th style="width: 50%;">AUTHORIZED</th> </tr> <tr> <td>COMMON</td> <td>750,000,000</td> </tr> <tr> <td>PREFER</td> <td>50,000,000</td> </tr> </table> </div> </div> |   |   | CLASS  | AUTHORIZED                          | COMMON                                    | 750,000,000 | PREFER | 50,000,000 |
| CLASS   | AUTHORIZED  |   |  |                                     |   |             |        |            |
| COMMON  | 750,000,000   |   |  |                                     |   |             |        |            |
| PREFER  | 50,000,000  |   |  |                                     |   |             |        |            |
| <p>6.) PRINCIPAL OFFICE ADDRESS:</p> <p style="text-align: center;">ADDRESS: 1 INTERNATIONAL DR.</p> <p style="text-align: center;">CITY/ST/ZIP: RYE BROOK, NY 10573</p>  |   |   |  |                                     |   |             |        |            |
| <p>7.) DIRECTORS AND PRINCIPAL OFFICERS:      All directors and principal officers must be listed. An individual may be designated as both a director and an officer.</p>   |   |   |  |                                     |   |             |        |            |
| <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%; vertical-align: top;"> NAME: PATRICK DECKER<br/> TITLE: PRES/CEO/CHAIR<br/> ADDRESS: 1 INTERNATIONAL DRIVE<br/> CITY/ST/ZIP/CO: RYE BROOK, NY 10573 </td> <td style="width: 5%; text-align: center; vertical-align: middle;"> <input checked="" type="checkbox"/> </td> <td style="width: 40%; text-align: center; vertical-align: middle;"> OFFICER      <input type="checkbox"/> DIRECTOR </td> </tr> </table>  |   |   | NAME: PATRICK DECKER<br>TITLE: PRES/CEO/CHAIR<br>ADDRESS: 1 INTERNATIONAL DRIVE<br>CITY/ST/ZIP/CO: RYE BROOK, NY 10573     | <input checked="" type="checkbox"/> | OFFICER <input type="checkbox"/> DIRECTOR |             |        |            |
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|  |                                  |   |  |
|--|----------------------------------|---|--|
| NAME:  | CHRISTOPHER R MCINTIRE           | <input checked="" type="checkbox"/> OFFICER | <input type="checkbox"/> DIRECTOR            |
| TITLE:   | VICE PRESIDENT                   |   |  |
| ADDRESS:   | 600 UNICORN PARK DRIVE           |   |  |
| CITY/ST/ZIP/CO:  | WOBURN, MA 01801                 |   |  |
| NAME:  | ROBYN T MINGLE                   | <input checked="" type="checkbox"/> OFFICER | <input type="checkbox"/> DIRECTOR            |
| TITLE:   | VICE PRESIDENT                   |   |  |
| ADDRESS:   | 1 INTERNATIONAL DRIVE            |   |  |
| CITY/ST/ZIP/CO:  | RYE BROOK, NY 10573              |   |  |
| NAME:  | KENNETH NAPOLITANO               | <input checked="" type="checkbox"/> OFFICER | <input type="checkbox"/> DIRECTOR            |
| TITLE:   | VICE PRESIDENT                   |   |  |
| ADDRESS:   | 8200 N. AUSTIN AVENUE            |   |  |
| CITY/ST/ZIP/CO:  | MORTON GROVE, IL 60053           |   |  |
| NAME:  | SAMIR PATEL                      | <input checked="" type="checkbox"/> OFFICER | <input type="checkbox"/> DIRECTOR            |
| TITLE:   | SR. VP / TREAS                   |   |  |
| ADDRESS:   | 1 INTERNATIONAL DRIVE            |   |  |
| CITY/ST/ZIP/CO:  | RYE BROOK, NY 10573              |   |  |
| NAME:  | COLIN R. SABOL                   | <input checked="" type="checkbox"/> OFFICER | <input type="checkbox"/> DIRECTOR            |
| TITLE:   | VICE PRESIDENT                   |   |  |
| ADDRESS:   | 1 INTERNATIONAL DRIVE            |   |  |
| CITY/ST/ZIP/CO:  | RYE BROOK, NY 10573              |   |  |
| NAME:  | MICHAEL SPEETZEN                 | <input checked="" type="checkbox"/> OFFICER | <input type="checkbox"/> DIRECTOR            |
| TITLE:   | SR. VP/ CFO                      |   |  |
| ADDRESS:   | 1 INTERNATIONAL DRIVE            |   |  |
| CITY/ST/ZIP/CO:  | RYE BROOK, NY 10573              |   |  |
| NAME:  | ROBERT E WOLPERT                 | <input checked="" type="checkbox"/> OFFICER | <input type="checkbox"/> DIRECTOR            |
| TITLE:   | VICE PRESIDENT                   |   |  |
| ADDRESS:   | 17942 COWAN                      |   |  |
| CITY/ST/ZIP/CO:  | IRVINE, CA 92614                 |   |  |
| NAME:  | HENRY WANG                       | <input checked="" type="checkbox"/> OFFICER | <input type="checkbox"/> DIRECTOR            |
| TITLE:   | ASST TREASURER                   |   |  |
| ADDRESS:   | 1 INTERNATIONAL DRIVE            |   |  |
| CITY/ST/ZIP/CO:  | RYE BROOK, NY 10573              |   |  |
| NAME:  | STEVEN R LORANGER                | <input type="checkbox"/> OFFICER            | <input checked="" type="checkbox"/> DIRECTOR |
| TITLE:   | DIRECTOR                         |   |  |
| ADDRESS:   | 500 MAMARONECK AVENUE            |   |  |
| CITY/ST/ZIP/CO:  | HARRISON, NY 10528               |   |  |
| NAME:  | MARKOS I TAMBAKERAS              | <input type="checkbox"/> OFFICER            | <input checked="" type="checkbox"/> DIRECTOR |
| TITLE:   | DIRECTOR                         |   |  |
| ADDRESS:   | 6815 EAST CABALLO DRIVE          |   |  |
| CITY/ST/ZIP/CO:  | PARADISE VALLEY, AZ 85253        |   |  |
| I AFFIRM THAT THE INFORMATION CONTAINED IN THIS ELECTRONIC REPORT IS ACCURATE AND COMPLETE AS OF THE DATE BELOW AND THAT I AM LEGALLY AUTHORIZED TO SIGN THIS REPORT.  |                                  |   |  |
| /s/ PATRICK DECKER   | PATRICK DECKER,                  | 3/11/2015                                   |  |
| SIGNATURE OF DIRECTOR/OFFICER LISTED IN THIS REPORT  | PRES/CEO/CHAIR                   | DATE  |  |
|  | PRINTED NAME AND CORPORATE TITLE |   |  |
| It is a Class 1 misdemeanor for any person to sign a document, which includes this electronic record, that is false in any material respect with the intent that the document be delivered to the Commission for filing. |                                  |   |  |